



BellSouth Telecommunications, Inc.

333 Commerce Street
Suite 2101
Nashville, TN 37201-3300

guy.hicks@bellsouth.com

REC'D TN
REGULATORY AUTH
Guy M. Hicks
General Counsel
*02 MAY 20 PM 2 45
615 214 6301
Fax 615 214 7406
OFFICE OF THE
EXECUTIVE SECRETARY

May 16, 2002

Mr. David Waddell
Executive Secretary
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37243-0505

Re: *Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. and NOS Communications, Inc. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996.*

Docket No. ~~01-00888~~

02-00584

Dear Mr. Waddell:

Pursuant to Section 252(e) of the Telecommunications Act of 1996, NOS Communications, Inc. and BellSouth Telecommunications, Inc. are hereby submitting to the Tennessee Regulatory Authority the original and thirteen copies of the attached Petition for Approval of the Amendment to the Interconnection Agreement dated April 30, 2001. The Amendment revises the Notice provision contained in the Agreement.

Thank you for your attention to this matter.

Sincerely yours,

Guy M. Hicks

cc: Glen T. Stockton, II, NOS Communications, Inc.

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, Tennessee

In re: *Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. and NOS Communications, Inc. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996*

Docket No. ~~01-00888~~ 02 - 00584

PETITION FOR APPROVAL OF THE
AMENDMENT TO THE INTERCONNECTION AGREEMENT
NEGOTIATED BETWEEN BELL SOUTH TELECOMMUNICATIONS, INC.
AND NOS COMMUNICATIONS, INC.
PURSUANT TO THE TELECOMMUNICATIONS ACT OF 1996

COME NOW, NOS Communications, Inc. ("NOS") and BellSouth Telecommunications, Inc., ("BellSouth"), and file this request for approval of the Amendment to the Interconnection Agreement dated April 30, 2001 (the "Amendment") negotiated between the two companies pursuant to Sections 251 and 252' of the Telecommunications Act of 1996, (the "Act"). In support of their request, NOS and BellSouth state the following:

1. NOS and BellSouth have successfully negotiated an agreement for interconnection of their networks, the unbundling of specific network elements offered by BellSouth and the resale of BellSouth's telecommunications services to NOS. The Interconnection Agreement was approved by the Tennessee Regulatory Authority ("TRA") on December 4, 2001.
2. The parties have recently negotiated an Amendment to the Agreement which updates the Notice provision in the Agreement. A copy of the Amendment is attached hereto and incorporated herein by reference.
3. Pursuant to Section 252(e) of the Telecommunications Act of 1996, NOS and BellSouth are submitting their Amendment to the TRA for its consideration and

approval. The Amendment provides that either or both of the parties is authorized to submit this Amendment to the TRA for approval.

4. In accordance with Section 252(e) of the Act, the TRA is charged with approving or rejecting the negotiated Amendment between BellSouth and NOS within 90 days of its submission. The Act provides that the TRA may only reject such an agreement if it finds that the agreement or any portion of the agreement discriminates against a telecommunications carrier not a party to the agreement or the implementation of the agreement or any portion of the agreement is not consistent with the public interest, convenience and necessity.

5. NOS and BellSouth aver that the Amendment is consistent with the standards for approval.

6. Pursuant to Section 252(i) of the Act, BellSouth shall make the Agreement available upon the same terms and conditions contained therein.

NOS and BellSouth respectfully request that the TRA approve the Amendment negotiated between the parties.

This 16th day of MAY, 2002.

Respectfully submitted,

BELLSOUTH TELECOMMUNICATIONS, INC.

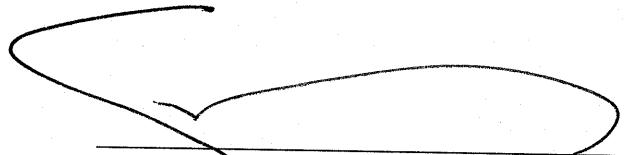
By: 

Guy M. Hicks
333 Commerce Street, Suite 2101
Nashville, Tennessee 37201-3300
(615) 214-6301
Attorney for BellSouth

CERTIFICATE OF SERVICE

I, Guy M. Hicks, hereby certify that I have served a copy of the foregoing Petition for Approval of the Amendment to the Interconnection Agreement on the following via United States Mail on the 16 day of May, 2002:

Glen T. Stockton, II
NOS Communications, Inc.
4380 Boulder Highway
Las Vegas, Nevada 89121



Guy M. Hicks

**AMENDMENT
TO THE
AGREEMENT BETWEEN
NOS COMMUNICATIONS, INC.
AND
BELLSOUTH TELECOMMUNICATIONS, INC.
DATED APRIL 30, 2001**

Pursuant to this Amendment, (the "Amendment"), entered into by and between the telecommunications entities set forth below, ("NOS Communications, Inc."), and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated April 30, 2001 ("Agreement").

NOS Communications, Inc.

NOS Communications, Inc. d/b/a International Plus, d/b/a 001 Communications,
d/b/a The Internet Business Association d/b/a IVANTAGE

NOS Communications, Inc. d/b/a INETBA

WHEREAS, BellSouth and NOS Communications, Inc. entered into the Agreement on April 30, 2001, and;

NOW THEREFORE, in consideration of the mutual provisions contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows:

1. The Parties hereby agree to delete Section 20.1 of General Terms and Conditions and replace with new Section 20.1 as follows:

- 20.1 Every notice, consent, approval, or other communications required or contemplated by this Agreement shall be in writing and shall be delivered in person or given by postage prepaid mail, address to:

BellSouth Telecommunications, Inc.

CLEC Account Team
9th Floor
600 North 19th Street
Birmingham, Alabama 35202
and

General Attorney – COU
Suite 4300
675 West Peachtree Street
Atlanta, Georgia 30375

NOS Communications, Inc.

William P. Wright
Executive Director
Corporate and Regulatory Affairs
3365 East Flamingo Road, Suite 5
Las Vegas, Nevada 89121

or at such other address as the intended recipient previously shall have designated by written notice to the other Party. Where specifically required, notices shall be by certified or registered mail. Unless otherwise provided in this Agreement, notice by mail shall be effective on the date it is officially recorded as delivered by return receipt or equivalent, and in the absence of such record of delivery, it shall be presumed to have been delivered the fifth day, or next business day after the fifth day, after it was deposited in the mails.

2. All of the other provisions of the Agreement, dated April 30, 2001, shall remain in full force and effect.
3. Either or both of the Parties is authorized to submit this Amendment to the respective state regulatory authorities for approval subject to Section 252(e) of the Federal Telecommunications Act of 1996.

IN WITNESS WHEREOF, the Parties hereto have caused this Amendment to be executed by their respective duly authorized representatives on the date indicated below.

NOS Communications, Inc.

By: [Signature]

Name: William Wright

Title: Exec. Dir. Corp. and Regulatory Affairs

Date: 4/3/02

BellSouth Telecommunications, Inc.

By: CW Boltz

Name: C.W. BOLTZ

Title: MANAGING DIRECTOR

Date: 4/10/02